

ALVORD AND ALVORD  
ATTORNEYS AT LAW  
1050 SEVENTEENTH STREET, N.W.  
SUITE 301  
WASHINGTON, D.C.

ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

20036  
(202) 393-2266  
FAX (202) 393-2156  
E-MAIL alvordlaw@aol.com

OF COUNSEL  
URBAN A. LESTER

March 27, 2003

RECORDATION NO. 24376-A FILED

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

MAR 27 '03 11:46 AM

SURFACE TRANSPORTATION BOARD

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Bill of Sale and Assignment and Assumption Agreement, dated as of March 25, 2003, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Security Agreement which is being filed with the Board under Recordation Number \_\_\_\_\_.

The names and addresses of the parties to the enclosed document are:

Seller/Assignor: Trinity Industries Leasing  
Company  
2525 Stemmons Freeway  
Dallas, Texas 75207

Buyer/Assignee: Trinity Rail Leasing Trust II  
2525 Stemmons Freeway  
Dallas, Texas 75207

Mr. Vernon A. Williams  
March 27, 2003  
Page Two

A description of the railroad equipment covered by the enclosed document is:

541 railcars within the following series:

KLLX 011001 – KLLX 011135
NKCR 065954 – NKCR 066179
TILX 150400 – TILX 150427
TILX 290258 – TILX 290329
TILX 302280 – TILX 302299
TILX 620046 – TILX 620587
TILX 635377 – TILX 635627

A short summary of the document to appear in the index follows:

Bill of Sale and Assignment and Assumption Agreement

Also enclosed is a check in the amount of \$30.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/anr  
Enclosures

RECEIVED NO. 24376-A FILED  
MAR 27 '03 11:46AM  
SURFACE TRANSPORTATION BOARD  
SURFACE TRANSPORTATION BOARD

**BILL OF SALE  
AND ASSIGNMENT AND ASSUMPTION AGREEMENT**

TRINITY INDUSTRIES LEASING COMPANY, a Delaware corporation, for and in consideration of the Purchase Price set forth on Schedule A and other good and valuable consideration given by TRINITY RAIL LEASING TRUST II, a Delaware business trust (the "Company"), under the Asset Contribution and Purchase Agreement (the "Asset Contribution and Purchase Agreement") dated as of June 27, 2002 by and between TILC and the Company, at or before the execution and delivery of these presents, and receipt of which is hereby acknowledged, does hereby (i) grant, bargain, sell, transfer, assign and set over unto the Company and its successors and assigns all right, title, and interest of TILC, in and to (x) certain Railcars set forth on Exhibit A and (y) any Leases related thereto set forth on Exhibit B and (ii) assign all of its right, title and interest in and to all warranties or representations made or given to TILC with respect to the Railcars by the manufacturer thereof. The Company hereby assumes, and agrees it is unconditionally bound in respect of, as of the date hereof, all duties and obligations of TILC under the Leases.

To have and to hold all and singular the rights to the Railcars and the Leases to the Company and its successors and assigns for their own use and behalf forever.

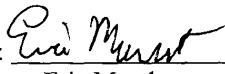
And TILC hereby warrants to the Company and its successors and assigns that, at the time of delivery of the Railcars and the assignment and assumption of the Leases, TILC has legal and beneficial title thereto and good and lawful right to sell the Railcars and to assign the Leases, and the Railcars and the Leases are free and clear of all Liens (other than Permitted Liens); provided, however, that TILC covenants that it will defend forever such title to the Railcars and the Leases against the demands or claims of all Persons whomsoever (including, without limitation, the holders of such Permitted Liens) based on claims arising as a result of, or related or attributable to, acts, events or circumstances occurring prior to the delivery of the Railcars and the assignment of the Leases by TILC hereunder. Notwithstanding the provisions above and its and the Company's intent that TILC grant, bargain, sell, transfer, assign and set over to the Company all right, title and interest of TILC in the Railcars and the Leases, as a precaution only, in the event of any challenge to this Bill of Sale as being in the nature of an absolute sale or assignment rather than a financing, TILC hereby also grants the Company a security interest in the Railcars and the Leases. Such grant of a security interest does not constitute an admission or acknowledgment that the transactions contemplated by the Asset Contribution and Purchase Agreement provide that this Bill of Sale and Assignment Agreement is other than a grant, bargain, sale, transfer, assignment and set over to the Company of all right, title and interest of TILC in the Railcars and the Leases.

Terms used herein with initial capital letters and not otherwise defined shall have the respective meanings given thereto in the Asset Contribution and Purchase Agreement.

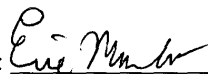
THIS BILL OF SALE AND ASSIGNMENT AND ASSUMPTION AGREEMENT SHALL BE GOVERNED BY THE LAWS OF THE STATE OF NEW YORK, INCLUDING ALL MATTERS OF CONSTRUCTION, VALIDITY AND PERFORMANCE (INCLUDING SECTION 5-1401 AND 5-1402 OF THE NEW YORK GENERAL OBLIGATIONS LAW BUT EXCLUDING TO THE EXTENT PERMITTED BY LAW, ALL OTHER CHOICE OF LAW AND CONFLICTS OF LAW RULES). THIS BILL OF SALE AND ASSIGNMENT AND ASSUMPTION AGREEMENT HAS BEEN DELIVERED IN THE STATE OF NEW YORK. .

IN WITNESS WHEREOF, TILC and the Company have caused this instrument to be executed in its name, by a duly authorized officer on the 25th day of March, 2003.

**TRINITY INDUSTRIES LEASING COMPANY**

By:   
Name: Eric Marchetto  
Title: Vice President

**TRINITY RAIL LEASING TRUST II**

By:   
Name: Eric Marchetto  
Title: Vice President

ACKNOWLEDGMENT

STATE OF Texas )  
COUNTY OF Dallas )

BEFORE ME, a Notary Public of the State and County aforesaid, personally appeared Eric Marchetto, who upon oath, acknowledged himself to be the treasurer of TRINITY INDUSTRIES LEASING COMPANY, a corporation, and that s/he as such officer being authorized to do so, executed the foregoing Bill of Sale and Assignment and Assumption Agreement for the purposes therein contained by signing the name of the corporation by her/himself as such officer of Trinity Industries Leasing Company.

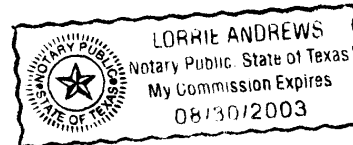
WITNESS my hand and official seal this 25th day of March, 2003.

Notary Public

MY COMMISSION EXPIRES:

08/30/03

*Lorrie Andrews*



ACKNOWLEDGMENT

STATE OF Texas )  
COUNTY OF Dallas )

BEFORE ME, a Notary Public of the State and County aforesaid, personally appeared Eric Marchetto, who upon oath, acknowledged himself to be the treasurer of TRINITY RAIL LEASING TRUST II, a Delaware business trust, and that s/he as such officer being authorized to do so, executed the foregoing Bill of Sale and Assignment and Assumption Agreement for the purposes therein contained by signing the name of the Delaware business trust by her/himself as a such officer Trinity Rail Leasing Trust II.

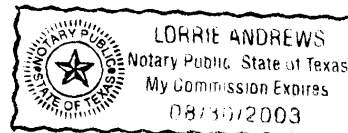
WITNESS my hand and official seal this 25th day of March, 2003.

Notary Public

MY COMMISSION EXPIRES:

08/30/03

*Lorrie Andrews*



# EXHIBIT A

Asset Mark	Lessee Number	Manufacture Date	Car Type
KLLX011001	7897	02/07/2003	Freight
KLLX011002	7897	01/31/2003	Freight
KLLX011003	7897	01/31/2003	Freight
KLLX011004	7897	01/31/2003	Freight
KLLX011005	7897	01/31/2003	Freight
KLLX011006	7897	01/31/2003	Freight
KLLX011007	7897	01/31/2003	Freight
KLLX011008	7897	01/31/2003	Freight
KLLX011009	7897	01/31/2003	Freight
KLLX011010	7897	01/31/2003	Freight
KLLX011011	7897	01/31/2003	Freight
KLLX011012	7897	01/31/2003	Freight
KLLX011013	7897	01/31/2003	Freight
KLLX011014	7897	01/31/2003	Freight
KLLX011015	7897	01/31/2003	Freight
KLLX011016	7897	01/31/2003	Freight
KLLX011017	7897	01/31/2003	Freight
KLLX011018	7897	01/31/2003	Freight
KLLX011019	7897	01/31/2003	Freight
KLLX011020	7897	01/31/2003	Freight
KLLX011021	7897	02/07/2003	Freight
KLLX011022	7897	02/07/2003	Freight
KLLX011023	7897	01/31/2003	Freight
KLLX011024	7897	02/07/2003	Freight
KLLX011025	7897	01/31/2003	Freight
KLLX011026	7897	01/31/2003	Freight
KLLX011027	7897	01/31/2003	Freight
KLLX011028	7897	01/31/2003	Freight
KLLX011029	7897	01/31/2003	Freight
KLLX011030	7897	01/31/2003	Freight
KLLX011031	7897	01/31/2003	Freight
KLLX011032	7897	01/31/2003	Freight
KLLX011033	7897	01/31/2003	Freight
KLLX011034	7897	01/31/2003	Freight
KLLX011035	7897	01/31/2003	Freight
KLLX011036	7897	01/31/2003	Freight
KLLX011037	7897	01/31/2003	Freight
KLLX011038	7897	02/07/2003	Freight
KLLX011039	7897	01/31/2003	Freight
KLLX011040	7897	01/31/2003	Freight
KLLX011041	7897	01/31/2003	Freight
KLLX011042	7897	01/31/2003	Freight
KLLX011043	7897	01/31/2003	Freight
KLLX011044	7897	01/31/2003	Freight
KLLX011045	7897	01/31/2003	Freight
KLLX011046	7897	01/31/2003	Freight
KLLX011047	7897	01/31/2003	Freight
KLLX011048	7897	01/31/2003	Freight
KLLX011049	7897	01/31/2003	Freight

## EXHIBIT A

Asset Mark	Lessee Number	Manufacture Date	Car Type
KLLX011050	7897	01/31/2003	Freight
KLLX011051	7897	01/31/2003	Freight
KLLX011052	7897	01/31/2003	Freight
KLLX011053	7897	01/31/2003	Freight
KLLX011054	7897	01/31/2003	Freight
KLLX011055	7897	01/31/2003	Freight
KLLX011056	7897	01/31/2003	Freight
KLLX011057	7897	01/31/2003	Freight
KLLX011058	7897	01/31/2003	Freight
KLLX011059	7897	01/31/2003	Freight
KLLX011060	7897	01/31/2003	Freight
KLLX011061	7897	01/31/2003	Freight
KLLX011062	7897	01/31/2003	Freight
KLLX011063	7897	01/31/2003	Freight
KLLX011064	7897	01/31/2003	Freight
KLLX011065	7897	01/31/2003	Freight
KLLX011066	7897	01/31/2003	Freight
KLLX011067	7897	01/31/2003	Freight
KLLX011068	7897	02/07/2003	Freight
KLLX011069	7897	02/07/2003	Freight
KLLX011070	7897	02/07/2003	Freight
KLLX011071	7897	02/07/2003	Freight
KLLX011072	7897	02/07/2003	Freight
KLLX011073	7897	02/07/2003	Freight
KLLX011074	7897	02/07/2003	Freight
KLLX011075	7897	02/07/2003	Freight
KLLX011076	7897	02/07/2003	Freight
KLLX011077	7897	02/07/2003	Freight
KLLX011078	7897	02/07/2003	Freight
KLLX011079	7897	02/07/2003	Freight
KLLX011080	7897	02/07/2003	Freight
KLLX011081	7897	02/07/2003	Freight
KLLX011082	7897	02/07/2003	Freight
KLLX011083	7897	02/07/2003	Freight
KLLX011084	7897	02/07/2003	Freight
KLLX011085	7897	02/07/2003	Freight
KLLX011086	7897	02/07/2003	Freight
KLLX011087	7897	02/07/2003	Freight
KLLX011088	7897	02/12/2003	Freight
KLLX011089	7897	02/12/2003	Freight
KLLX011090	7897	02/12/2003	Freight
KLLX011091	7897	02/12/2003	Freight
KLLX011092	7897	02/12/2003	Freight
KLLX011093	7897	02/12/2003	Freight
KLLX011094	7897	02/12/2003	Freight
KLLX011095	7897	02/12/2003	Freight
KLLX011096	7897	02/12/2003	Freight
KLLX011097	7897	02/12/2003	Freight
KLLX011098	7897	02/14/2003	Freight

## EXHIBIT A

Asset Mark	Lessee Number	Manufacture Date	Car Type
KLLX011099	7897	02/14/2003	Freight
KLLX011100	7897	02/14/2003	Freight
KLLX011101	7897	02/14/2003	Freight
KLLX011102	7897	02/14/2003	Freight
KLLX011103	7897	02/14/2003	Freight
KLLX011104	7897	02/14/2003	Freight
KLLX011105	7897	02/14/2003	Freight
KLLX011106	7897	02/14/2003	Freight
KLLX011107	7897	02/14/2003	Freight
KLLX011108	7897	02/18/2003	Freight
KLLX011109	7897	02/18/2003	Freight
KLLX011110	7897	02/18/2003	Freight
KLLX011111	7897	02/18/2003	Freight
KLLX011112	7897	02/18/2003	Freight
KLLX011113	7897	02/18/2003	Freight
KLLX011114	7897	02/18/2003	Freight
KLLX011115	7897	02/18/2003	Freight
KLLX011116	7897	02/18/2003	Freight
KLLX011117	7897	02/18/2003	Freight
KLLX011118	7897	02/18/2003	Freight
KLLX011119	7897	02/20/2003	Freight
KLLX011120	7897	02/20/2003	Freight
KLLX011121	7897	02/20/2003	Freight
KLLX011122	7897	02/20/2003	Freight
KLLX011123	7897	02/20/2003	Freight
KLLX011124	7897	02/20/2003	Freight
KLLX011125	7897	02/20/2003	Freight
KLLX011126	7897	02/20/2003	Freight
KLLX011127	7897	02/20/2003	Freight
KLLX011128	7897	02/20/2003	Freight
KLLX011129	7897	02/20/2003	Freight
KLLX011130	7897	02/20/2003	Freight
KLLX011131	7897	02/28/2003	Freight
KLLX011132	7897	02/28/2003	Freight
KLLX011133	7897	02/28/2003	Freight
KLLX011134	7897	02/28/2003	Freight
KLLX011135	7897	02/28/2003	Freight
NKCR065954	2116	02/28/2003	Freight
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NKCR065956	2116	01/31/2003	Freight
NKCR065957	2116	12/31/2002	Freight
NKCR065958	2116	01/31/2003	Freight
NKCR065959	2116	12/31/2002	Freight
NKCR065960	2116	12/31/2002	Freight
NKCR065961	2116	12/31/2002	Freight
NKCR065962	2116	12/31/2002	Freight
NKCR065963	2116	01/31/2003	Freight
NKCR065964	2116	01/31/2003	Freight
NKCR065965	2116	01/31/2003	Freight



## EXHIBIT A

Asset Mark	Lessee Number	Manufacture Date	Car Type
NKCR065966	2116	01/31/2003	Freight
NKCR065967	2116	01/31/2003	Freight
NKCR065968	2116	01/31/2003	Freight
NKCR065969	2116	01/31/2003	Freight
NKCR065970	2116	01/31/2003	Freight
NKCR065971	2116	01/31/2003	Freight
NKCR065972	2116	01/31/2003	Freight
NKCR065973	2116	01/15/2003	Freight
NKCR065974	2116	01/15/2003	Freight
NKCR065975	2116	01/15/2003	Freight
NKCR065976	2116	01/15/2003	Freight
NKCR065977	2116	01/31/2003	Freight
NKCR065978	2116	01/31/2003	Freight
NKCR065979	2116	01/31/2003	Freight
NKCR065980	2116	01/31/2003	Freight
NKCR065981	2116	01/31/2003	Freight
NKCR065982	2116	01/31/2003	Freight
NKCR065983	2116	01/31/2003	Freight
NKCR065984	2116	01/31/2003	Freight
NKCR065985	2116	01/31/2003	Freight
NKCR065986	2116	01/31/2003	Freight
NKCR065987	2116	01/31/2003	Freight
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NKCR065989	2116	01/31/2003	Freight
NKCR065990	2116	01/31/2003	Freight
NKCR065991	2116	01/31/2003	Freight
NKCR065992	2116	01/31/2003	Freight
NKCR065993	2116	01/31/2003	Freight
NKCR065994	2116	01/31/2003	Freight
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NKCR065998	2116	01/31/2003	Freight
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NKCR066000	2116	01/31/2003	Freight
NKCR066001	2116	01/31/2003	Freight
NKCR066002	2116	01/31/2003	Freight
NKCR066003	2116	01/31/2003	Freight
NKCR066004	2116	01/31/2003	Freight
NKCR066005	2116	01/31/2003	Freight
NKCR066006	2116	01/31/2003	Freight
NKCR066007	2116	01/31/2003	Freight
NKCR066008	2116	01/31/2003	Freight
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NKCR066010	2116	01/31/2003	Freight
NKCR066011	2116	01/31/2003	Freight
NKCR066012	2116	01/31/2003	Freight
NKCR066013	2116	01/31/2003	Freight
NKCR066014	2116	01/31/2003	Freight
NKCR066015	2116	01/31/2003	Freight

## EXHIBIT A

Asset Mark	Lessee Number	Manufacture Date	Car Type
NKCR066016	2116	01/31/2003	Freight
NKCR066017	2116	01/31/2003	Freight
NKCR066018	2116	02/24/2003	Freight
NKCR066019	2116	01/31/2003	Freight
NKCR066020	2116	01/31/2003	Freight
NKCR066021	2116	01/31/2003	Freight
NKCR066022	2116	01/31/2003	Freight
NKCR066023	2116	01/31/2003	Freight
NKCR066024	2116	01/31/2003	Freight
NKCR066025	2116	01/31/2003	Freight
NKCR066026	2116	01/31/2003	Freight
NKCR066027	2116	01/31/2003	Freight
NKCR066028	2116	01/31/2003	Freight
NKCR066029	2116	01/31/2003	Freight
NKCR066030	2116	02/24/2003	Freight
NKCR066031	2116	01/31/2003	Freight
NKCR066032	2116	01/31/2003	Freight
NKCR066033	2116	01/31/2003	Freight
NKCR066034	2116	01/31/2003	Freight
NKCR066035	2116	01/31/2003	Freight
NKCR066036	2116	01/31/2003	Freight
NKCR066037	2116	01/31/2003	Freight
NKCR066038	2116	02/24/2003	Freight
NKCR066039	2116	01/31/2003	Freight
NKCR066040	2116	01/31/2003	Freight
NKCR066041	2116	01/31/2003	Freight
NKCR066042	2116	02/24/2003	Freight
NKCR066043	2116	01/31/2003	Freight
NKCR066044	2116	01/31/2003	Freight
NKCR066046	2116	01/31/2003	Freight
NKCR066047	2116	01/31/2003	Freight
NKCR066048	2116	01/31/2003	Freight
NKCR066049	2116	01/31/2003	Freight
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NKCR066052	2116	01/31/2003	Freight
NKCR066053	2116	01/31/2003	Freight
NKCR066054	2116	01/31/2003	Freight
NKCR066055	2116	01/31/2003	Freight
NKCR066056	2116	01/31/2003	Freight
NKCR066057	2116	01/31/2003	Freight
NKCR066058	2116	01/31/2003	Freight
NKCR066059	2116	01/31/2003	Freight
NKCR066060	2116	01/31/2003	Freight
NKCR066061	2116	02/24/2003	Freight
NKCR066062	2116	02/24/2003	Freight
NKCR066063	2116	02/24/2003	Freight
NKCR066064	2116	02/24/2003	Freight
NKCR066065	2116	02/24/2003	Freight

EXHIBIT A

Asset Mark	Lessee Number	Manufacture Date	Car Type
NKCR066066	2116	02/24/2003	Freight
NKCR066067	2116	02/24/2003	Freight
NKCR066068	2116	02/24/2003	Freight
NKCR066069	2116	02/24/2003	Freight
NKCR066070	2116	02/24/2003	Freight
NKCR066071	2116	02/24/2003	Freight
NKCR066072	2116	02/24/2003	Freight
NKCR066073	2116	02/24/2003	Freight
NKCR066074	2116	02/24/2003	Freight
NKCR066075	2116	02/24/2003	Freight
NKCR066076	2116	02/24/2003	Freight
NKCR066077	2116	02/24/2003	Freight
NKCR066078	2116	02/24/2003	Freight
NKCR066080	2116	02/24/2003	Freight
NKCR066081	2116	02/28/2003	Freight
NKCR066082	2116	02/24/2003	Freight
NKCR066083	2116	02/24/2003	Freight
NKCR066084	2116	02/24/2003	Freight
NKCR066085	2116	02/24/2003	Freight
NKCR066086	2116	02/24/2003	Freight
NKCR066087	2116	02/24/2003	Freight
NKCR066088	2116	02/24/2003	Freight
NKCR066089	2116	02/24/2003	Freight
NKCR066090	2116	02/24/2003	Freight
NKCR066091	2116	02/24/2003	Freight
NKCR066092	2116	02/24/2003	Freight
NKCR066093	2116	02/24/2003	Freight
NKCR066094	2116	02/24/2003	Freight
NKCR066095	2116	02/24/2003	Freight
NKCR066096	2116	02/24/2003	Freight
NKCR066097	2116	02/24/2003	Freight
NKCR066098	2116	02/24/2003	Freight
NKCR066099	2116	02/24/2003	Freight
NKCR066100	2116	02/28/2003	Freight
NKCR066101	2116	02/24/2003	Freight
NKCR066102	2116	02/24/2003	Freight
NKCR066103	2116	02/24/2003	Freight
NKCR066104	2116	02/24/2003	Freight
NKCR066105	2116	02/24/2003	Freight
NKCR066106	2116	02/24/2003	Freight
NKCR066107	2116	02/24/2003	Freight
NKCR066108	2116	02/24/2003	Freight
NKCR066109	2116	02/24/2003	Freight
NKCR066111	2116	02/24/2003	Freight
NKCR066112	2116	02/24/2003	Freight
NKCR066113	2116	02/24/2003	Freight
NKCR066114	2116	02/24/2003	Freight
NKCR066115	2116	02/24/2003	Freight
NKCR066116	2116	02/24/2003	Freight

## EXHIBIT A

Asset Mark	Lessee Number	Manufacture Date	Car Type
NKCR066117	2116	02/24/2003	Freight
NKCR066118	2116	02/24/2003	Freight
NKCR066119	2116	02/24/2003	Freight
NKCR066120	2116	02/24/2003	Freight
NKCR066121	2116	02/24/2003	Freight
NKCR066122	2116	02/24/2003	Freight
NKCR066125	2116	02/24/2003	Freight
NKCR066126	2116	02/28/2003	Freight
NKCR066127	2116	02/28/2003	Freight
NKCR066128	2116	02/28/2003	Freight
NKCR066129	2116	02/24/2003	Freight
NKCR066130	2116	02/24/2003	Freight
NKCR066131	2116	02/24/2003	Freight
NKCR066132	2116	02/24/2003	Freight
NKCR066133	2116	02/24/2003	Freight
NKCR066134	2116	02/24/2003	Freight
NKCR066135	2116	02/24/2003	Freight
NKCR066136	2116	02/24/2003	Freight
NKCR066137	2116	02/28/2003	Freight
NKCR066138	2116	02/28/2003	Freight
NKCR066139	2116	02/24/2003	Freight
NKCR066140	2116	02/28/2003	Freight
NKCR066141	2116	02/28/2003	Freight
NKCR066143	2116	02/28/2003	Freight
NKCR066144	2116	02/28/2003	Freight
NKCR066145	2116	02/28/2003	Freight
NKCR066146	2116	02/28/2003	Freight
NKCR066147	2116	02/28/2003	Freight
NKCR066148	2116	02/28/2003	Freight
NKCR066149	2116	02/28/2003	Freight
NKCR066150	2116	02/28/2003	Freight
NKCR066151	2116	02/28/2003	Freight
NKCR066152	2116	02/28/2003	Freight
NKCR066153	2116	02/28/2003	Freight
NKCR066154	2116	02/28/2003	Freight
NKCR066155	2116	02/28/2003	Freight
NKCR066156	2116	02/28/2003	Freight
NKCR066157	2116	02/28/2003	Freight
NKCR066158	2116	02/28/2003	Freight
NKCR066159	2116	02/28/2003	Freight
NKCR066160	2116	02/28/2003	Freight
NKCR066161	2116	02/28/2003	Freight
NKCR066163	2116	02/28/2003	Freight
NKCR066164	2116	02/28/2003	Freight
NKCR066165	2116	02/28/2003	Freight
NKCR066167	2116	02/28/2003	Freight
NKCR066168	2116	02/28/2003	Freight
NKCR066169	2116	02/28/2003	Freight
NKCR066170	2116	02/28/2003	Freight

## EXHIBIT A

Asset Mark	Lessee Number	Manufacture Date	Car Type
NKCR066171	2116	02/28/2003	Freight
NKCR066175	2116	02/28/2003	Freight
NKCR066176	2116	02/28/2003	Freight
NKCR066177	2116	02/28/2003	Freight
NKCR066178	2116	02/28/2003	Freight
NKCR066179	2116	02/28/2003	Freight
TILX150400	831	02/28/2003	Tank
TILX150401	831	02/28/2003	Tank
TILX150402	831	02/28/2003	Tank
TILX150403	831	02/28/2003	Tank
TILX150404	831	02/28/2003	Tank
TILX150405	831	02/28/2003	Tank
TILX150406	831	02/28/2003	Tank
TILX150407	831	02/28/2003	Tank
TILX150408	831	02/28/2003	Tank
TILX150409	831	02/28/2003	Tank
TILX150410	831	02/28/2003	Tank
TILX150411	831	02/28/2003	Tank
TILX150412	831	02/28/2003	Tank
TILX150413	831	02/28/2003	Tank
TILX150414	831	02/28/2003	Tank
TILX150415	831	02/28/2003	Tank
TILX150416	831	02/28/2003	Tank
TILX150417	831	02/28/2003	Tank
TILX150418	831	02/28/2003	Tank
TILX150419	831	02/28/2003	Tank
TILX150421	831	02/28/2003	Tank
TILX150422	831	02/28/2003	Tank
TILX150423	831	02/28/2003	Tank
TILX150424	831	02/28/2003	Tank
TILX150425	831	02/28/2003	Tank
TILX150426	831	02/28/2003	Tank
TILX150427	831	02/28/2003	Tank
TILX290258	831	02/28/2003	Tank
TILX290259	831	02/28/2003	Tank
TILX290261	831	02/28/2003	Tank
TILX290262	831	02/28/2003	Tank
TILX290263	831	02/28/2003	Tank
TILX290264	831	02/28/2003	Tank
TILX290265	831	02/28/2003	Tank
TILX290267	831	02/28/2003	Tank
TILX290268	831	02/28/2003	Tank
TILX290269	831	02/28/2003	Tank
TILX290272	831	02/28/2003	Tank
TILX290274	831	02/28/2003	Tank
TILX290275	831	02/28/2003	Tank
TILX290276	831	02/28/2003	Tank
TILX290278	831	02/28/2003	Tank
TILX290279	831	02/28/2003	Tank

## EXHIBIT A

Asset Mark	Lessee Number	Manufacture Date	Car Type
TILX290280	831	02/28/2003	Tank
TILX290281	831	02/28/2003	Tank
TILX290282	831	02/28/2003	Tank
TILX290283	831	02/28/2003	Tank
TILX290284	831	03/10/2003	Tank
TILX290286	831	02/28/2003	Tank
TILX290287	831	02/28/2003	Tank
TILX290289	831	02/28/2003	Tank
TILX290292	831	02/28/2003	Tank
TILX290294	831	02/28/2003	Tank
TILX290295	831	03/10/2003	Tank
TILX290296	831	03/10/2003	Tank
TILX290297	831	03/10/2003	Tank
TILX290298	831	03/10/2003	Tank
TILX290299	831	03/10/2003	Tank
TILX290300	831	03/10/2003	Tank
TILX290301	831	03/10/2003	Tank
TILX290302	831	03/10/2003	Tank
TILX290303	831	03/10/2003	Tank
TILX290308	8386	02/12/2003	Tank
TILX290309	8386	02/12/2003	Tank
TILX290310	8386	02/17/2003	Tank
TILX290311	8386	02/12/2003	Tank
TILX290312	8386	02/20/2003	Tank
TILX290313	8386	02/12/2003	Tank
TILX290314	8386	02/17/2003	Tank
TILX290315	8386	02/17/2003	Tank
TILX290316	8386	02/18/2003	Tank
TILX290317	8386	02/28/2003	Tank
TILX290318	8386	02/28/2003	Tank
TILX290319	8386	02/20/2003	Tank
TILX290320	8386	02/20/2003	Tank
TILX290321	8386	03/10/2003	Tank
TILX290322	8386	02/28/2003	Tank
TILX290323	8386	03/10/2003	Tank
TILX290325	8386	02/28/2003	Tank
TILX290326	8386	03/10/2003	Tank
TILX290327	8386	03/10/2003	Tank
TILX290329	8386	03/10/2003	Tank
TILX302280	8384	02/01/2003	Tank
TILX302281	8384	02/01/2003	Tank
TILX302282	8384	02/01/2003	Tank
TILX302283	8384	02/01/2003	Tank
TILX302284	8384	02/01/2003	Tank
TILX302285	8384	02/07/2003	Tank
TILX302286	8384	02/01/2003	Tank
TILX302287	8384	02/01/2003	Tank
TILX302288	8384	02/01/2003	Tank
TILX302289	8384	02/01/2003	Tank

EXHIBIT A

Asset Mark	Lessee Number	Manufacture Date	Car Type
TILX302290	8384	02/07/2003	Tank
TILX302291	8384	02/12/2003	Tank
TILX302292	8384	02/01/2003	Tank
TILX302293	8384	02/07/2003	Tank
TILX302294	8384	02/01/2003	Tank
TILX302295	8384	02/01/2003	Tank
TILX302296	8384	02/07/2003	Tank
TILX302297	8384	02/07/2003	Tank
TILX302298	8384	02/12/2003	Tank
TILX302299	8384	02/07/2003	Tank
TILX620046	2275	11/30/1997	Freight
TILX620051	2275	01/11/1999	Freight
TILX620065	2275	01/18/1999	Freight
TILX620066	2275	02/23/1999	Freight
TILX620067	2275	01/11/1999	Freight
TILX620093	2275	01/18/1999	Freight
TILX620096	2275	02/23/1999	Freight
TILX620098	2275	01/18/1999	Freight
TILX620100	2275	02/28/1999	Freight
TILX620101	2275	02/28/1999	Freight
TILX620102	2275	02/28/1999	Freight
TILX620103	2275	02/28/1999	Freight
TILX620105	2275	02/28/1999	Freight
TILX620107	2275	02/28/1999	Freight
TILX620109	2275	03/24/1999	Freight
TILX620112	2275	03/24/1999	Freight
TILX620123	2275	11/17/1999	Freight
TILX620124	2275	03/18/1999	Freight
TILX620139	2275	03/18/1999	Freight
TILX620140	2275	03/18/1999	Freight
TILX620141	2275	02/28/1999	Freight
TILX620146	2275	03/18/1999	Freight
TILX620500	2275	04/10/1997	Freight
TILX620501	2275	03/31/1997	Freight
TILX620577	2275	04/10/1997	Freight
TILX620578	2275	03/27/1997	Freight
TILX620580	2275	03/31/1997	Freight
TILX620581	2275	03/31/1997	Freight
TILX620582	2275	04/10/1997	Freight
TILX620583	2275	03/31/1997	Freight
TILX620585	2275	04/10/1997	Freight
TILX620586	2275	03/31/1997	Freight
TILX620587	2275	03/31/1997	Freight
TILX635377	343	02/28/2003	Freight
TILX635378	343	02/28/2003	Freight
TILX635379	343	02/28/2003	Freight
TILX635380	343	02/28/2003	Freight
TILX635381	343	02/28/2003	Freight
TILX635382	343	02/28/2003	Freight

## EXHIBIT A

Asset Mark	Lessee Number	Manufacture Date	Car Type
TILX635383	343	02/28/2003	Freight
TILX635384	343	02/28/2003	Freight
TILX635385	343	02/28/2003	Freight
TILX635386	343	02/28/2003	Freight
TILX635387	343	02/28/2003	Freight
TILX635388	343	02/28/2003	Freight
TILX635389	343	02/28/2003	Freight
TILX635390	343	02/28/2003	Freight
TILX635391	343	02/28/2003	Freight
TILX635392	343	02/28/2003	Freight
TILX635393	343	02/28/2003	Freight
TILX635394	343	02/28/2003	Freight
TILX635395	343	02/28/2003	Freight
TILX635396	343	02/28/2003	Freight
TILX635397	343	02/28/2003	Freight
TILX635398	343	02/28/2003	Freight
TILX635399	343	02/28/2003	Freight
TILX635400	343	02/28/2003	Freight
TILX635401	343	02/28/2003	Freight
TILX635402	343	02/28/2003	Freight
TILX635404	343	02/28/2003	Freight
TILX635407	343	02/28/2003	Freight
TILX635599	831	02/12/2003	Freight
TILX635600	831	02/12/2003	Freight
TILX635601	831	02/12/2003	Freight
TILX635602	831	02/12/2003	Freight
TILX635603	831	02/12/2003	Freight
TILX635604	831	02/12/2003	Freight
TILX635605	831	02/12/2003	Freight
TILX635606	831	02/12/2003	Freight
TILX635607	831	02/12/2003	Freight
TILX635608	831	02/12/2003	Freight
TILX635609	831	02/12/2003	Freight
TILX635610	831	02/12/2003	Freight
TILX635611	831	02/24/2003	Freight
TILX635612	831	02/24/2003	Freight
TILX635613	831	02/24/2003	Freight
TILX635614	831	02/24/2003	Freight
TILX635615	831	02/24/2003	Freight
TILX635616	831	02/24/2003	Freight
TILX635617	831	02/24/2003	Freight
TILX635618	831	02/24/2003	Freight
TILX635619	831	02/24/2003	Freight
TILX635620	831	02/24/2003	Freight
TILX635621	831	02/24/2003	Freight
TILX635622	831	02/24/2003	Freight
TILX635623	831	02/24/2003	Freight
TILX635624	831	02/24/2003	Freight
TILX635625	831	02/24/2003	Freight



EXHIBIT A

Asset Mark	Lessee Number	Manufacture Date	Car Type
TILX635626	831	02/24/2003	Freight
TILX635627	831	02/24/2003	Freight

EXHIBIT B

Lessee Number	Lessee Name
343	A H NEWMAN
831	CARGILL, INC.
2116	FERROCARRIL MEXICANO
2275	FORMOSA PLASTICS
7897	TUCO INC.
8384	WILLIAMS REFINING & MARKETING
8386	WILLIAMS ETHANOL SERVICES